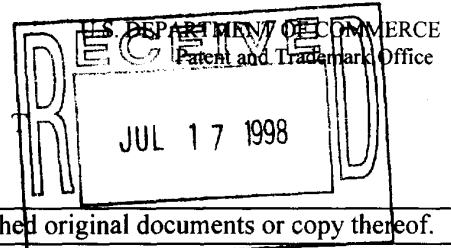


07-23-1998



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MRO 7-17-98

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Whitney.Corr-Pak International, Inc.

- Individual
- General Partnership
- Corporation-State Delaware
- Other _____
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

Name: Design Trend, Inc.

Internal Address: _____

Street Address: 19 East Kimberly Road

City: East Brunswick State: NJ Zip: 08816

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Ohio
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
Additional names(s) & addresses(es) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: October 29, 1996

4. Application number(s) or registration number(s): SEE ATTACHED SCHEDULE A

A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) _____

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence should be mailed:

Name: Polster, Lieder, Woodruff & Lucchesi, L.C.

Internal Address: Suite 230

Street Address: 763 South New Ballas Road

City: St. Louis State: MO Zip: 63141

6. Total number of applications and registrations involved: 25

7. Total fee (37 CFR 3.41) \$640.00

- Enclosed
- Authorized to be charged to deposit account in case of any deficiency.

8. Deposit account number: 16-2201

(Attach duplicate copy of this page if paying by deposit account)

07/21/1998 DNGUYEN 00000296 1494285

DO NOT USE THIS SPACE

01 FC:481

40.00 DP

02 FC:482

600.00 DP

9. Statement and Signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

McPherson D. Moore

Name of person Signing

McPherson D. Moore

Signature

July 14, 1998

Date

Total number of pages including cover sheet, attachments, and document: 5

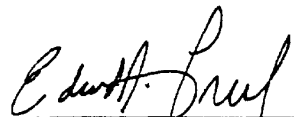
SCHEDULE A

<u>MARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>
1. AMERICAN HOMEWARE & Design	1,494,285	June 28, 1988
2. AMERICAN HOMEWARE & Design	1,494,620	June 29, 1988
3. BED BASICS	2,059,967	May 6, 1997
4. BIN BASICS	2,074,406	June 24, 1997
5. BOX BASICS	1,967,892	April 16, 1996
6. CEDARSTOW	1,334,321	May 7, 1985
7. DELUXE STURDY PLUS	1,941,585	December 12, 1995
8. DESIGN TREND	1,485,300	April 19, 1988
9. DESIGN TREND DT & Design	1,201,135	July 13, 1982
10. HAMPER SCAMPER	1,515,413	December 6, 1988
11. FIT & FASHION	1,811,561	December 14, 1993
12. HAMPER THAT GOES!	1,324,646	March 12, 1985
13. HAMPER THAT ROLLS!	1,371,961	November 19, 1985
14. IN TRANSIT & Design	1,598,598	May 29, 1990
15. LOCKER STOCKER	1,415,931	November 4, 1986
16. POST BOX & Design	1,169,236	September 15, 1981
17. PRESS PLUS	1,933,956	November 7, 1995
18. PRESS & SIT PLUS	2,077,196	July 8, 1997
19. READY-STEPS	1,165,577	August 18, 1981
20. RID-JID (Stylized)	741,623	December 4, 1962
21. SHOE-GO-ROUND	1,474,230	January 26, 1988
22. STABILITY PLUS	1,819,495	February 1, 1994
23. STURDY PLUS	1,933,955	November 7, 1995
24. WHITNEY	1,522,606	January 31, 1989
25. WHITNEY (Stylized)	1,224,690	January 18, 1983

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "WHITNEY.CORR-PAK INTERNATIONAL, INC.", CHANGING ITS NAME FROM "WHITNEY.CORR-PAK INTERNATIONAL, INC." TO "DESIGN TREND, INC.", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF OCTOBER, A.D. 1996, AT 9 O'CLOCK A.M.





Edward J. Freel, Secretary of State

2454267 8100
981182213

AUTHENTICATION: 9084038

DATE: 05-15-98
TRADEMARK

REEL: 1756 FRAME: 0896

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF INCORPORATION**

OF

WHITNEY•CORR-PAK INTERNATIONAL, INC.

* * * * *
*Adopted in accordance with the provisions
of §242 of the General Corporation Law
of the State of Delaware*
* * * * *

Robert A. Zriny, being the President of Whitney•Corr-Pak International, Inc., a corporation duly organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), DOES HEREBY CERTIFY as follows:

FIRST: The Board of Directors of the Corporation adopted the resolution set forth below proposing an amendment to the Certificate of Incorporation of the Corporation (the "Amendment") and directed that the Amendment be submitted to the sole holder of the issued and outstanding shares of Common Stock of the Corporation entitled to vote thereon for its consideration and approval:

RESOLVED, that the Certificate of Incorporation of the Corporation be, and hereby is, amended in accordance with §242 of the General Corporation Law of the State of Delaware by deleting ARTICLE ONE thereof in its entirety and substituting therefor ARTICLE ONE as follows:

ARTICLE ONE

The name of the corporation is Design Trend, Inc. (the "corporation").

SECOND: The Amendment was duly adopted in accordance with §228 and §242 of the General Corporation Law of the State of Delaware by the sole holder of the issued and outstanding shares of the Common Stock of the Corporation entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned does hereby certify under penalties of perjury that this Certificate of Amendment to the Certificate of Incorporation of the Corporation is the act and deed of the undersigned and the facts stated herein are true and accordingly has hereunto set his hand this 29th day of October, 1996.

Whitney•Corr-Pak International Inc.,
a Delaware corporation

By: /s/ Robert A. Zrlny
President